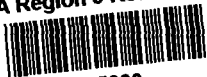
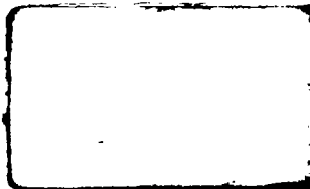


EPA Region 5 Records Ctr.



235330

old  
D+B's  
circa 1990



# ROUTING AND TRANSMITTAL SLIP

Date 11/30/91

TO: (Name, office symbol, room number, building, Agency/Post)		Initials	Date
1.	Mary D. Deluge		
2.	David Van Dornell		
3.			
4.			
5.			

Action	File	Note and Return
Approval	For Clearance	Per Conversation
As Requested	For Correction	Prepare Reply
Circulate	<input checked="" type="checkbox"/> For Your Information	See Me
Comment	Investigate	Signature
Coordination	Justify	

## REMARKS

Attached are D+B reports for three target PRPs at the Shungo Site. Copies were ~~also~~ also incorporated in the recent Title search documents which I will forward to you shortly. Hope this is helpful.

DO NOT use this form as a RECORD of approvals, concurrences, disposals, clearances, and similar actions

FROM: (Name, org. symbol, Agency/Post)	Room No.—Bldg.
Mary D. Deluge	
	Phone No.
	6-7591



January 18, 1991

Ms. G. Marie Watts  
U.S. Environmental Protection Agency  
230 South Dearborn Street  
Chicago, Illinois 60604

Re: Contract No. 89-200001-605  
Work Assignment No. C05076  
Sturgis Municipal Wellfield - Sturgis, Michigan  
Title Search  
CERCLA, Region V

Dear Ms. Watts:

Metcalf and Eddy received a work assignment under the Technical Enforcement Support X (TES X) contract to complete a title search and cursory Potentially Responsible Party Search for the U.S. Environmental Protection Agency (EPA) for Sturgis Municipal Wellfield, Sturgis, Michigan.

As a follow up to our draft report dated December 13, 1990, we are enclosing the documents to complete the report as requested.

As per your conversation of January 14, 1991 with David Lewis, the additional information that you have requested is for the Dun & Bradstreet reports for the following three companies and one subsidiary:

Telemark Corporation  
Business Forms  
411 McKee Street  
Sturgis, Michigan 49091  
Contact: Thomas Thomasma

Sturgis Archery Center  
203 Jacob Street  
Sturgis, Michigan 49091  
Contact: Randolph and Ruth Boals

Cooper Industries  
First City Tower Ste. 4000  
P.O. Box 4446  
Houston, Texas 77002

Kirsch Company Plant No. 1  
Division of Cooper Industries  
309 North Prospect  
Sturgis, Michigan 49091



If you require any additional information or review, please feel free to contact either myself or David Lewis at (708)228-0900.

Very Truly Yours,

METCALF & EDDY

A handwritten signature in black ink, appearing to read "Keith Marks". The signature is fluid and cursive, with the first name "Keith" written in a larger, more prominent script than the last name "Marks".

Keith Marks  
Contractor Project Manager

Enclosures

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ATTN: D. LEWIS 250076-0001-626

*Note* \*\*\*REVIEW IN PROCESS. LATER REPORT WILL BE FORWARDED\*\*\*

DUNS: 14-792-0151  
STURGIS ARCHERY CENTER

DATE PRINTED  
JAN 08 1991

SUMMARY  
RATING --

203 JACOBS ST  
STURGIS MI 49091  
TEL: 616 651-2775

ARCHERY PRO SHOP &  
RANGE

SIC NOS.  
59 41 79 99

STARTED	1985
PAYMENTS	SEE BELOW
SALES	\$70,000 (PROJ)
EMPLOYEES	2
HISTORY	CLEAR
FINANCING	SECURED
TREND	UP

RUDOLPH J BOALS, OWNER

FINANCE  
11/06/87

On OCT 20 1987 Rudolph Boals, owner, stated inability to provide current figures.

He submitted the following partial estimates dated OCT 20 1987:

Projected annual sales are \$ 70,000.

He stated that the trend is slightly up.

#### PUBLIC FILINGS

The following data is for information purposes only and is not the official record. Certified copies can only be obtained from the official source.

-----  
\* \* \* UCC FILING(S) \* \* \*

COLLATERAL: Specified Inventory including proceeds and products

FILING NO: B914419

DATE FILED: 03/31/1987

TYPE: Original

FILED WITH: SECRETARY OF THE  
COMMONWEALTH/UCC  
DIVISION, MA

SEC. PARTY: BEN PEARSON INC, PINE BLUFF, AR

The public record items reported above under "PUBLIC FILINGS" and "UCC FILINGS" may have been paid, terminated, vacated or released prior to the date this report was printed.

HISTORY  
11/06/87

RUDOLPH J BOALS, OWNER

Ownership acknowledged verbally by Rudolph J Boals, owner, on

OCT 20 1987.

Business started 1985 by Rudolph J Boals. Starting capital \$120,000 derived from \$70,000 savings and \$50,000 loan.

BOALS born 1931. 1961-1969 Culligan Water Conditioner, Sturgis, MI. 1969-1977 Boals Water Service, Sturgis, MI. Also 1969-1977 Boals & McGill, Inc, Sturgis, MI. Also 1969-1977 Wrightway Water Conditioning, Jackson, MI. 1977-1985 retired. 1985 started present concern and continues.

OPERATION

11/06/87

Operates an archery pro shop (70%) and an indoor archery range (30%).

Has 5-10 accounts. Cash and major credit cards. Sells to leagues and general public. Territory :Sturgis, MI Area.

Nonseasonal.

EMPLOYEES: 2 including owner.

FACILITIES: Owns 6,000 sq. ft. in one story steel building.

LOCATION: Suburban business section on side street.

THIS INFORMATION IS PROVIDED TO YOU IN THE INTEREST OF SPEED. DUN & BRADSTREET HAS NEITHER REINVESTIGATED NOR REVISED THIS REPORT SINCE THE DATES SHOWN IN THE LEFT MARGIN. THEREFORE, THIS REPORT SHOULD NOT BE CONSIDERED A STATEMENT OF EXISTING FACTS.

DUN & BRADSTREET IS IN THE PROCESS OF UPDATING THIS REPORT AND A COPY WILL BE SENT TO YOU AUTOMATICALLY AT NO ADDITIONAL CHARGE.

THE "PAYMENTS REPORTED" AND "PUBLIC FILINGS" SECTIONS, WHEN PRESENT, MAY CONTAIN INFORMATION DATED AFTER THIS REPORT WAS LAST REVISED. SUCH INFORMATION MAY NOT RELATE TO THE SUBJECT BUSINESS DUE TO THE POSSIBILITY OF CHANGES IN OWNERSHIP, CONTROL, OR LEGAL STATUS SINCE THE REPORT WAS LAST REVISED.

01-08(377 /76)

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002 009

FULL DISPLAY COMPLETE

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ATTN: LEWIS 250076-0001-626

\*IN DATE\*

Statement Date: NOV 30 1989

DUNS: 05-366-1443  
TELEMARK CORPORATION  
TELEMARK FORMS & SERVICES  
PC FORMS

DATE PRINTED  
JAN 08 1991

SUMMARY  
RATING 2A2

MFG BUSINESS FORMS  
SIC NO.  
27 61

STARTED 1970  
PAYMENTS SEE BELOW  
SALES \$4,200,000  
WORTH F \$275,117  
EMPLOYS 62  
HISTORY CLEAR  
FINANCING SECURED  
FINANCIAL  
CONDITION GOOD

BOX 309  
STURGIS MI 49091  
411 MC KEE ST  
STURGIS MI 49091  
TEL: 616 651-7876

CHIEF EXECUTIVE: THOMAS J THOMASMA, PRES

PAYMENTS (Amounts may be rounded to nearest figure in prescribed ranges)						
REPORTED	PAYING RECORD	HIGH CREDIT	NOW OWES	PAST DUE	SELLING TERMS	LAST SALE WITHIN
12/90	Ppt	2500	250	-0-	N7	1 Mo
	Ppt	100	-0-	-0-	N20	2-3 Mos
11/90	Disc	250	-0-	-0-		2-3 Mos
	Disc	50	-0-	-0-		6-12 Mos
	Ppt	10000	-0-	-0-		1 Mo
	Ppt	250	-0-	-0-	N30	4-5 Mos
	Ppt	250	-0-	-0-		6-12 Mos
	Ppt	50			N30	1 Mo
	Ppt-Slow 30	10000	1000	1000		1 Mo
10/90	Ppt	5000	500	-0-	2 10 Prox	1 Mo
	Ppt	50	-0-	-0-	1 10 N30	6-12 Mos
	Ppt-Slow 90	200000	50	50		2-3 Mos
	(013)	100			Sales COB	6 12 Mos
09/90	Disc	85000	20000	-0-		1 Mo
	Disc	10000	10000	-0-		1 Mo
	Slow	250	-0-	-0-		2-3 Mos
08/90	(017)	100	100	-0-	N30	1 Mo
07/90	Ppt	50	50	-0-	N15	1 Mo
03/90	Ppt		-0-			1 Mo

\* Payment experiences reflect how bills are met in relation to the terms granted. In some instances payment beyond terms can be the result of disputes over merchandise, skipped invoices etc.

\* Each experience shown represents a separate account reported by a supplier. Updated trade experiences replace those previously reported.

#### FINANCE

A CONSULTING SERVICE IS AVAILABLE TO ASSIST YOU IN REVIEWING THIS ACCOUNT

FURTHER. PLEASE CALL (800) 223 - 0141 TO SPEAK WITH A DUNS ACCOUNT CONSULTANT.

11/08/90

	Fiscal Nov 30 1987	Fiscal Nov 30 1988	Fiscal Nov 30 1989
Curr Assets	555,387	817,232	925,620
Curr Liabs	350,965	580,016	473,292
Current Ratio	1.58	1.40	1.95
Working Capital	204,422	237,216	452,328
Other Assets	920,556	1,051,521	1,035,584
Worth	512,521	661,616	375,117
Fiscal statement dated NOV 30 1989:			
Cash	\$ 65,376	Accts Pay	\$ 310,197
Accts Rec	525,156	Accruals	163,095
Inventory	316,018		
Prepaid	19,070		
-----			
Curr Assets	925,620	Curr Liabs	473,292
Property And Equipment	862,207	Deferred Income Tax	67,163
CSV of Life Ins.	73,377	L.T. Liab-Other	445,627
Investments-Other	100,000	COMMON STOCK	28,404
		ADDIT. PD.-IN CAP	102,491
		RETAINED EARNINGS	983,597
		TREASURY STOCK	(139,465)
-----			
Total Assets	1,961,204	Total	1,961,204

From DEC 01 1988 to NOV 30 1989 sales \$4,200,000. Net income \$300,000.

Statement obtained from Michigan Department of Commerce.

--0--

Fixed assets net of depreciation totalling \$788,762.

Long term debt is on mortgage and equipment.

On NOV 07 1990 Thomas J Thomasma, president, referred to the above figures.

He submitted the following interim figures dated SEP 30 1990:

Accts Rec	\$ 343,000	Accts Pay	\$ 152,000
Mdse	366,000	Notes Pay	120,000

#### PUBLIC FILINGS

The following data is for information purposes only and is not the official record. Certified copies can only be obtained from the official source.

\*\*\*\*\* UCC FILING(S) \*\*\*\*\*

COLLATERAL: Leased Business machinery/equipment and proceeds

FILING NO: B758771

DATE FILED:

02/03/1986

TYPE: Original

FILED WITH: SECRETARY OF

SEC. PARTY: GTE LEASING CORP, CARMEL, IN

STATE/UCC DIVISION,  
MI

-----	
COLLATERAL: All Equipment	
FILING NO: C009930	DATE FILED: 12/07/1987
TYPE: Original	FILED WITH: SECRETARY OF
SEC. PARTY: MICHIGAN NATIONAL BANK,	STATE/UCC DIVISION,
CASSOPOLIS, MI	MI
-----	
COLLATERAL: Specified Equipment	
FILING NO: C219423	DATE FILED: 05/12/1989
TYPE: Original	FILED WITH: SECRETARY OF
SEC. PARTY: MIDWEST COMMERCE LEASING CORP,	STATE/UCC DIVISION,
ELKHART, IN	MI
-----	
COLLATERAL: Specified Equipment	
FILING NO: 640513	DATE FILED: 03/05/1985
TYPE: Original	FILED WITH: SECRETARY OF
SEC. PARTY: HEIDELBERG EASTERN INC,	STATE/UCC DIVISION,
GLENDALE, NY	MI
-----	
COLLATERAL: Leased Equipment	
FILING NO: C390454	DATE FILED: 08/24/1990
TYPE: Original	LATEST DATA RECEIVED: 10/02/1990
SEC. PARTY: AGFA FIN SVS INC, WILMINGTON,	FILED WITH: SECRETARY OF
MA	STATE/UCC DIVISION,
	MI
-----	
COLLATERAL: Leased Equipment	
FILING NO: C210598	DATE FILED: 04/24/1989
TYPE: Original	FILED WITH: SECRETARY OF
SEC. PARTY: AGFA FINANCIAL SERVICES INC,	STATE/UCC DIVISION,
WILMINGTON, MA	MI
-----	
COLLATERAL: Leased Computer equipment	
FILING NO: C038594	DATE FILED: 02/24/1988
TYPE: Original	FILED WITH: SECRETARY OF
SEC. PARTY: COMPUGRAPHIC CORP, WILMINGTON,	STATE/UCC DIVISION,
MA	MI
-----	
FILING NO: 606151	
TYPE: Termination	DATE FILED: 11/03/1989
SEC. PARTY: FIRST NATIONAL BANK, STURGIS,	ORIG. UCC FILED: 11/14/1984
MI	ORIG. FILING NO: 128386
	FILED WITH: SECRETARY OF
	STATE/UCC DIVISION,
	MI

The public record items reported above under "PUBLIC FILINGS" and "UCC FILINGS" may have been paid, terminated, vacated or released prior to the date this report was printed.

HISTORY  
11/08/90

THOMAS T THOMASMA. PRES-TREAS+

JOHN DAMPEER, V PRES-SALES-MKTG



DAVID LINDSAY, V PRES-MFG                      MICHAEL THOMASMA, V PRES  
DIRECTOR(S): The officers identified by (+) and Janice Thomasma,  
Robert Addison, Henry Beam, and Melvin Scheske.

-----  
BUSINESS TYPE: Corporation -  
                         Profit

DATE INCORPORATED: 11/17/1970  
STATE OF INCORP: Michigan

PAR VALUE-COMMON:       \$1.0000  
-----

Business started 1970 by Thomas and Charles Thomasma. 87% of capital stock is owned by Thomas J Thomasma. 7% of capital stock is owned by Michael Thomasma. 6% of capital stock is owned by other officers and directors.

Charles Thomasma sold his minority interest in the company in 1986.

THOMAS J THOMASMA born 1948 married. Graduated from Western Michigan University 1968. 1968-1970 employed by Sturgis Newport Business Forms Inc, Sturgis, MI as a junior accountant. From 1970 until discontinuing operations in Nov 1973, also appeared as a partner in Resource Associates, Sturgis, MI. This business was operated successfully with no unpaid obligations reported.

JOHN DAMPEER born 1950. Active here since 1986. 1972-1986 employed by Harter Corporation, Sturgis, MI, last position as national sales manager.

MICHAEL THOMASMA born 1953. Active here since 1970.

JANICE THOMASMA born 1950, not active here. She is the wife of the president.

ROBERT ADDISON, not active here. He is an outside director. He is a consultant and was formerly president of Kirsch Company, Sturgis, MI.

HENRY BEAM, not active here. He is an outside director. Holds a PhD in Business Management and is currently a professor at Western Michigan University, Kalamazoo, MI.

MELVIN SCHESKE, not active here. He is an outside director. Appears as Chief Financial Officer of Kirsch Company, Sturgis, MI.

DAVID LINDSAY born 1954. 1982 to present active here. 1973-82 employed by Grav-I-Flo Corp, Sturgis, MI.

#### OPERATION

11/08/90

Manufactures business forms.

Terms are 2% 10 net 30 days. Has 985 accounts. Sells to manufacturers, converters and distributors. Territory : Nationwide and Exports (Carribean).

Nonseasonal.

EMPLOYEES: 62 including officers.

FACILITIES: Owns 43,000 sq. ft. in one story brick and block building in good condition. Premises neat.

LOCATION: Industrial section on side street.

ANALYST: RRS

Michigan National Bank, 117 South Broadway, Cassopolis, MI

01-08(372 /372)

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ATTN: D. LEWIS 250076-0001-026

\*IN DATE\*

Statement Date: DEC 31 1989

DUNS: 00-188-3156  
COOPER INDUSTRIES INC  
+COOPER LIGHTING

BOX 4446  
HOUSTON TX 77210  
1001 FANNIN ST STE 4000  
AND BRANCH(ES) OR DIVISION(S)  
FIRST CITY TOWER  
HOUSTON TX 77002  
TEL: 713 739-5400

DATE PRINTED  
JAN 09 1991

SUMMARY  
RATING 3A3

ELECTRICAL  
PRODUCTS.  
ELECTRONIC POWER  
EQUIPMENT, TOOLS &  
HARDWARE.  
AUTOMOTIVE  
PRODUCTS &  
PETROLEUM &  
INDUSTRIAL PRODUCTS

STARTED 1833  
PAYMENTS SEE BELOW  
SALES F \$5,129,438,000  
WORTH F \$475,019,000  
EMPLOYS 51,100  
(150 HERE)  
HISTORY CLEAR  
FINANCIAL  
CONDITION FAIR  
TREND UP

STC NOS.

34 62 15 46 26 42  
33 57 26 13 35 12

CHIEF EXECUTIVE: ROBERT CIZIK, CHB

#### SPECIAL EVENTS

- 10/26/90 According to published reports, comparative operating results for the 9 months ended September 30, 1990 are as follows: revenue of \$4,552,300,000 and net income (loss) of \$214,800,000 compared to revenue of \$3,678,800,000 and net income (loss) of \$177,900,000 for the comparable period in the prior year.
- 10/25/90 According to published reports, comparative operating results for the 9 months ended September 30, 1990 are as follows: revenue of \$4,552,300,000 and net income (loss) of \$252,300,000 compared to revenue of \$3,678,800,000 and net income (loss) of \$177,900,000 for the comparable period in the prior year.
- 08/08/90 According to published reports, subject has signed an agreement to acquire AB Sani Muskiner of Malmo Sweden. Terms of the agreement were not disclosed.
- AB Sani Masiner is a privately owned manufacturer of machinery for the assembly of window blinds and shades, and of components for the fabrication of blinds and shades. It has annual sales of approximately \$20 million. Its manufacturing facility is located in Malmo and it maintains warehouses in the UK, West Germany and the US.
- 08/02/90 According to published reports, A Thomas Young, president and chief operating officer of Martin Marietta Corporation, has been elected to the board of directors of Cooper Industries Inc. With his election, the size of Cooper's board increases to 11 directors.
- 07/25/90 According to published reports, comparative operating results for the 6 months ended June 30, 1990 are as follows: revenue of

COOPER INDUSTRIES INC

JAN 09 1991

PAGE 003

Ppt-Slow 15	2500	2500	750		1 Mo
Ppt-Slow 30	55000	35000	7500	N30	1 Mo
Ppt-Slow 30	40000	7500	-0-	N7	1 Mo
Ppt-Slow 30	35000	25000	7500	N30	1 Mo
Ppt-Slow 30	30000	30000	7500	N30	1 Mo
Ppt-Slow 30	10000	-0-	-0-	Regular terms	6-12 Mos
Ppt-Slow 30	10000	2500	-0-	N30	1 Mo
Ppt-Slow 30	5000	2500	-0-		1 Mo
Ppt-Slow 30	2500	2500	50	N30	1 Mo
Ppt-Slow 30	2500	100	50	N30	1 Mo
Ppt-Slow 30	2500	100	-0-	N30	1 Mo
Ppt-Slow 30	1000	100	100		2-3 Mos
Ppt-Slow 30	1000	500	500		1 Mo
Ppt-Slow 30	1000	1000	-0-	N30	2-3 Mos
Ppt-Slow 30	1000	1000	-0-	N30	1 Mo
Ppt-Slow 30	250	50	-0-	N30	1 Mo
Ppt-Slow 60	7500	-0-	-0-	Regular terms	6-12 Mos
Ppt-Slow 60	5000	5000	1000	N30	1 Mo
Ppt-Slow 60	1000	1000	250	N30	1 Mo
Ppt-Slow 90	1000	750	750		2-3 Mos
Ppt-Slow 120	7500	5000	500	N30	1 Mo
Slow 5	400000	400000		N30	1 Mo
Slow 5	35000	15000		N30	1 Mo
Slow 5	20000	20000	10000		1 Mo
Slow 5	750	500	-0-		1 Mo
Slow 10	25000	65000	15000		1 Mo
Slow 15	15000	5000	5000		1 Mo
Slow 20	5000	5000	-0-	Regular terms	1 Mo
Slow 15-30	100000	75000	50000		1 Mo
Slow 30	25000	25000	25000	N30	1 Mo
Slow 30	2500	-0-	-0-		1 Mo
Slow 30	1000	750	750		2-3 Mos
Slow 30	1000	-0-	-0-		6-12 Mos
Slow 30	1000	1000	1000	N30	2-3 Mos
Slow 30	750	-0-	-0-	N30	2-3 Mos
Slow 40	2500	-0-	-0-		2-3 Mos
Slow 45	1000	100	100		1 Mo
Slow 30-60	15000	-0-	-0-	N30	2-3 Mos
Slow 60	1000	250	250	N30	1 Mo
Slow 60	500	-0-	-0-		6-12 Mos
Slow 30-120	7500	5000	5000	N30	1 Mo
Slow 60-120	500	250	250		1 Mo
Slow 60-120	250	250	250		4-5 Mos
Ppt-Slow 30	100000	100000	30000	N30	1 Mo

11/90

\* Payment experiences reflect how bills are met in relation to the terms granted. In some instances payment beyond terms can be the result of disputes over merchandise, skipped invoices etc.

\* Each experience shown represents a separate account reported by a supplier. Updated trade experiences replace those previously reported.

COOPER INDUSTRIES INC

JAN 09 1991

PAGE 004

## FINANCE

A CONSULTING SERVICE IS AVAILABLE TO ASSIST YOU IN REVIEWING THIS ACCOUNT  
 FURTHER. PLEASE CALL (800) 223 - 0141 TO SPEAK WITH A DUNS ACCOUNT  
 CONSULTANT.

6/15/90

	Fiscal Consolidated Dec 31 1987	Fiscal Consolidated Dec 31 1988	Fiscal Consolidated Dec 31 1989
Curr Assets	1,767,954,000	1,962,687,000	2,799,057,000
Curr Liabs	1,061,171,000	1,162,621,000	1,781,541,000
Current Ratio	1.67	1.69	1.57
Working Capital	706,783,000	800,066,000	1,017,516,000
Other Assets	1,065,306,000	1,159,353,000	1,724,330,000
Noncurrent Liabs	1,146,280,000	1,449,643,000	2,266,827,000
Worth	625,809,000	509,776,000	475,019,000
Sales	3,585,785,000	4,258,275,000	5,129,438,000
Net Profit (loss)	173,811,000	224,406,000	267,804,000
Deprec & Amor	135,368,000	154,650,000	188,943,000
Interest Expense	86,075,000	111,922,000	182,597,000
Capital Outlays	377,797,000	582,203,000	897,829,000
Cash Prov Oper	390,584,000	349,663,000	297,375,000
Cash Dividends	83,092,000	90,896,000	109,721,000
Fiscal Consolidated statement dated DEC 31 1989:			
Cash	\$ 28,515,000	Accts Pay	\$ 1,480,034,000
Accts Rec	1,097,269,000	Notes Pay	192,429,000
Inventory	1,451,690,000	Accrued Income	
Other Curr Assets	221,583,000	Taxes	44,725,000
		L.T. Liab-(1yr)	64,353,000
Curr Assets	2,799,057,000	Curr Liabs	1,781,541,000
Fixt & Equip	1,647,928,000	Long-term Debt	1,828,564,000
Intangibles	2,221,569,000	L.T. Liab-Other	438,263,000
Investments-Other	76,402,000	PREFERRED STOCK	6,658,000
		COMMON STOCK	543,521,000
		ADDIT. PD.-IN CAP	945,406,000
		CURRENCY ADJ	6,167,000
		RETAINED EARNINGS	1,364,512,000
		ESOP GUARANTEE	(169,676,000)
Total Assets	6,744,956,000	Total	6,744,956,000

From JAN 01 1989 to DEC 31 1989 annual sales  
 \$5,129,438,000; cost of goods sold \$3,451,290,000. Gross profit  
 \$1,678,148,000; operating expenses \$831,944,000. Deprec & amor  
 \$188,943,000. Operating income \$657,261,000; other expenses  
 \$182,597,000; net income before taxes \$474,664,000; Federal income tax  
 \$206,860,000. Net income \$267,804,000. Retained earnings at start  
 \$1,221,429,000. Net income \$267,804,000; dividends  
 \$109,721,000; other deductions \$15,000,000; retained earnings at end  
 \$1,364,512,000.

Prepared from statement(s) by Accountant: Ernst & Young.

ACCOUNTANTS OPINION: "A review of the accountant's opinion  
 indicates the financial statements meet generally accepted accounting

COOPER INDUSTRIES INC

JAN 09 1991

PAGE 005

principles and that the audit contains no qualifications".

---

Item worth shown in summary section was computed after deduction of intangibles, goodwill and other intangibles, totaling \$2,221,600,000. Fixed assets shown net less \$810,600,000 depreciation.

.....STATEMENT ITEM EXPLANATIONS (000'S OMITTED).....

CASH: Includes cash equivalents which are investments purchased with original maturities of three months or less.

INVENTORIES: Are carried at cost or, if lower, net realizable value. On the basis of current costs, 74% of inventories in 1989 and 84% in 1988 are carried on the last-in, first-out method. The remaining inventories are carried on the first-in, first-out method.

OTHER CURRENT ASSETS: Consists of prepaid expenses and other miscellaneous current assets.

INVESTMENTS-OTHER: Consists of investments in companies 50% owned or less and certain insignificant subsidiaries. Investments in affiliated companies are accounted for on the equity method, while investments in certain subsidiaries are accounted for under the cost method.

ACCOUNTS PAYABLE: Includes accrued expenses of approximately \$713,800.

NOTES PAYABLE: Consists of current amounts outstanding under the company's domestic and foreign short-term debt agreements.

LONG-TERM DEBT: Consisted of the following at Dec 31 1989;.

9.16% (weighted average interest) commercial paper, maturing through Mar 22 1990; \$995,900.

7.32% - 8.2% medium-term notes, due through 1995; \$182,800.

7.92% (weighted average interest) floating rate ESOP notes, due through 1999; \$170,300.

7.875% notes, due 1997; \$100,000.

10.7% notes payable, due through 1999; \$73,500.

15.50% (weighted average interest) pound sterling credit facility; \$59,700.

11.75% promissory notes, due through 1998; \$55,100.

7% convertible subordinated debentures, due through 2012; \$55,000.

Capitalized lease obligations; \$48,600.

Other; \$152,100.

LESS: Current maturities (\$64,400). Total noncurrent portion \$1,828,600.

Maturities of long-term debt (exclusive of commercial paper) are: 1990-\$64,400; 1991-\$100,600; 1992-\$106,600; 1993-\$82,300 and 1994-\$96,400.

During 1989, the company increased its U S credit facilities by \$750 million for a total of \$1.75 billion with 20 banks. The credit facilities were subsequently reduced to \$1.575 billion. The company also has a 37 million pound sterling credit facility with three banks.

The current commitments of the banks under both the U S and pound sterling facilities expire in 1993.

At Dec 31 1989, the company had \$200 million of unissued indebtedness covered by an effective "shelf" registration statement which may be issued from time to time.

At Dec 31 1989, \$529 million of the \$1.575 billion credit

facility was available, after considering commercial paper backup, while the 37 million pound sterling facility was fully utilized. The agreements for the credit facilities require that the company maintain certain financial ratios, including a prescribed limit on debt as a percentage of total capitalization.

In addition to these major credit facilities, the company's foreign subsidiaries maintain both committed and uncommitted credit facilities with foreign banks.

At Dec 31 1989, \$1,055.6 million of commercial paper and other debt was reclassified to long-term debt, reflecting the company's intention to refinance this amount during the twelve-month period following Dec 31 1989 through either continued short-term borrowings or utilization of available credit facilities.

LONG-TERM LIABILITIES-OTHER: includes deferred income taxes.

OTHER EXPENSES: Consists of interest expenses.

OTHER DEDUCTIONS: During 1989, the ownership of Aerovox Inc was distributed, following shareholder approval, in a dividend in-kind to a trust for the benefit of the company's shareholders.

CONTINGENCIES: None indicated at Dec 31 1989.

.....COMPARATIVE ANNUAL TRENDS.....

NET WORTH RECONCILIATION: Tangible net worth decreased as a result of an increase in intangibles (principally goodwill) and to the assumption of a guarantee of employee stock ownership plan indebtedness.

This increase was partially offset by net income, after payment of dividends, an increase in preferred and common stocks and paid-in capital (resulting from shares issued for acquisitions, the conversion of debentures, the exercise of stock options, an employee stock purchase plan, an employee savings plan, and to the sale of common stock through an employee stock ownership plan).

WORKING CAPITAL RECONCILIATION: Working capital increased as a result the increase in net worth (before deduction of intangibles) coupled with an increase in noncurrent liabilities (principally long-term debt), partially offset by an increase in noncurrent assets.

SELECTED OPERATING INFORMATION:	1988	1989.
Sales - % increase (dec)	18.8	20.5.
Gross Profit Margin - % of sales	31.8	32.7.
Selling & Admin Expenses - % of sales	16.5	16.2.
Deprec & Amor Exp - % of sales	3.6	3.7.
Interest Expenses - % of sales	2.6	3.6.
Income Taxes - % of sales	3.8	4.1.
Net Income - % of sales	5.3	5.2.

FISCAL RESULTS: For the year ended Dec 31 1989, the company reported a 20.5% increase in revenues coupled with a 19.3% increase in net income. Increases in revenues were recorded across all business segments, as benefits derived from acquisitions were supplemented by sustained growth in industrial activity.

The most significant increase was recorded in the Automotive Products segment, as revenues more than doubled the prior year, reflecting the addition of Champion Spark Plug, which was acquired at the end of the first quarter of 1989.

Electrical Power Equipment's revenues increased 23% over the prior year, reflecting the full-year benefit of the acquisition of RTE

COOPER INDUSTRIES INC

JAN 09 1991

PAGE 007

Corporation, which was acquired at the end of the second quarter of 1988.

The Petroleum & Industrial Equipment segment reported a 19% increase in revenues over the prior year, primarily as a result of strong demand for gas transmission equipment and compression equipment, coupled with higher parts and service activity, as well as to the acquisition of Cameron Iron Works, Inc on Nov 29 1989.

Electrical Products' revenues increased 5% due to growth in industrial plant and equipment spending, strong repair and maintenance activity and higher demand for fluorescent lighting. Also contributing to the increase in this segment was the acquisition of Beswick, which was acquired in Apr 1988.

The Tools & Hardware segment had a 4% improvement in revenues as compared to the prior year, primarily as a result of the acquisition of the Window Fashions division of Clopay Corporation in the third quarter of 1989, coupled with incremental benefits of product-line acquisitions made during 1988.

The increase in net income was a result of the increase in revenues, coupled with reductions in cost of goods sold and selling and administrative expenses, as percentages of sales, partially offset by increases in interest expenses, depreciation and amortization expenses and taxes, all as percentages of sales. The increase in interest expense reflects the impact of higher debt levels associated with acquisitions.

On JUN 11 1990 management, referred to the above figures.

#### .....FINANCIAL CONDITION.....

SELECTED FINANCIAL RATIOS:	1988	1989.
Quick Ratio (times)	.64	.63.
Collection Period (days)	62.5	77.0.
Inventory Turnover (times)	2.78	2.38.
Inventory Turnover (days)	129.5	151.3.
Sales/Working Capital (times)	5.32	5.04.
Total Liab/Tangible Net Worth (%)	512.4	352.3.

ANALYST'S COMMENTS: The consolidated financial statement of Dec 31 1989 reflects a satisfactory liquidity position with the aggregate of cash, cash equivalents and receivables, coupled with available outside financing providing subject with sufficient funds with which to retire obligations in a satisfactory manner.

The company has generated significant cash flow from its operations to fund a steady increase in the rate of dividends and capital projects, to fund debt service and other operating requirements and to repay borrowings associated with acquisitions.

During 1989, the \$297 million of cash provided by operating activities combined with the \$156 million of proceeds from business dispositions, the \$63 million of cash obtained with acquired companies as well as cash derived from other financing and investing activities allowed the company to expend \$703 million on acquisitions, pay \$105 million in dividends and fund \$191 million of capital expenditures, while increasing outstanding indebtedness, exclusive of debt assumed in acquisitions, by just \$438 million.

Total liabilities to tangible net worth increased as a result of an increase in total liabilities and an increase in intangibles associated with acquisitions. As a result, total liabilities are high

in relation to tangible net worth.

## PUBLIC FILINGS

The following data is for information purposes only and is not the official record. Certified copies can only be obtained from the official source.

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If it is indicated that there are defendants other than the report subject, the lawsuit may be an action to clear title to property and does not necessarily imply a claim for money against the subject.  
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\*\*\*\*\* SUIT(S) \*\*\*\*\*

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DOCKET NO.: 3124 C  
SUIT AMOUNT: \$20,000 STATUS: Pending  
PLAINTIFF: EDWARD KANIA DATE STATUS ATTAINED: 06/01/1990  
DEFENDANT: COOPER INDUSTRIES INC, HOUSTON, TX DATE FILED: 06/01/1990  
LATEST DATA RECEIVED: 07/11/1990  
WHERE FILED: LUZERNE COUNTY PROTHONOTARY,  
WILKES BARRE, PA  
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DOCKET NO.: 90-826C(1)  
SUIT AMOUNT: \$30,000,000 STATUS: Pending  
PLAINTIFF: SALLY SIKES, PHYLIS GIBSON, DATE STATUS ATTAINED: 05/01/1990  
SCOTT SIKES DATE FILED: 05/01/1990  
DEFENDANT: COOPER INDUSTRIES INC LATEST DATA RECEIVED: 07/05/1990  
AND OTHERS  
CAUSE: Product liability  
Negligence  
CONSPIRACY  
WHERE FILED: U S DISTRICT COURT, ST LOUIS, MO  
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DOCKET NO.: 00247665  
SUIT AMOUNT: \$460 STATUS: Pending  
PLAINTIFF: SAIMA AMERICA, INC DATE FILED: 03/30/1990  
DEFENDANT: WAGNER ELECTRIC, PARSIPPANY, NJ LATEST DATA COLLECTED: 06/27/1990  
WHERE FILED: MORRIS COUNTY SPECIAL  
CIVIL/SMALL CLAIMS COURT,  
MORRISTOWN, NJ  
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\*\*\*\*\* UCC FILINGS(S) \*\*\*\*\*

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COLLATERAL: All Chattel paper including proceeds and products - All Inventory  
including proceeds and products - All General intangibles(s)  
including proceeds and products  
FILING NO: 34560 DATE FILED: 01/26/1990  
TYPE: Original LATEST DATA RECEIVED: 03/08/1990  
SEC. PARTY: FIRST INTERSTATE BK TX NA, FILED WITH: SECRETARY OF  
HOUSTON, TX STATE/CC DIVISION,  
DEBTOR: LARKIN PRODUCTS INC, WAXAHACHIE, NO  
TX



**COLLATERAL:** Specified Computer equipment and proceeds

FILING NO: AE0024075  
TYPE: Original  
SEC. PARTY: IBM CREDIT CORPORATION,  
STAMFORD, CT  
DEBTOR: COOPER INDUSTRIES INC, MOUNT  
VERNON, OH

DATE FILED: 10/10/1990  
LATEST DATA RECEIVED: 11/12/1990  
FILED WITH: SECRETARY OF  
STATE/SCC DIVISION,  
OH

**COLLATERAL:** Specified Business machinery/equipment and proceeds

FILING NO: AE0023326  
TYPE: Original  
SEC. PARTY: IBM CREDIT CORP, STAMFORD, CT  
DEBTOR: COOPER INDUSTRIES INC, MOUNT  
VERNON, OH

DATE FILED: 10/04/1990  
LATEST DATA RECEIVED: 11/28/1990  
FILED WITH: SECRETARY OF  
STATE/UCC DIVISION,  
OH

**COLLATERAL:** Specified industrial equipment/machinery including proceeds and products

FILING NO: 9034778  
TYPE: Original  
SEC. PARTY: THOMPSON TRACTOR CO INC,  
BIRMINGHAM, AL  
DEBTOR: COOPER INDUSTRIES INC, BOAZ, AL

DATE FILED: 09/25/1990  
LATEST DATA RECEIVED: 10/08/1990  
FILED WITH: SECRETARY OF  
STATE, MCC DIVISION,  
AL

**COLLATERAL:** Specified Real property including proceeds and products - Specified Building(s) including proceeds and products - Specified Account(s) including proceeds and products - Specified Chattel paper including proceeds and products - Specified Equipment including proceeds and products

FILING NO: 2731972  
TYPE: Original  
SEC. PARTY: JOHN HANCOCK MUTUAL LIFE  
INSURANCE CO, BOSTON, MA  
DEBTOR: BELDEN CENTRE, CHICAGO, IL

DATE FILED: 06/25/1990  
LATEST DATA RECEIVED: 07/16/1990  
FILED WITH: SECRETARY OF  
STATE/DOC DIVISION,  
IL

**COLLATERAL:** Specified Industrial equipment/machinery and proceeds

FILING NO: 90099230  
TYPE: Original  
SEC. PARTY: CLARKLIFT OF FORT WORTH INC,  
FORT WORTH, TX  
DEBTOR: COOPER INDUSTRIES INC, FORT  
WORTH, TX

DATE FILED: 05/04/1990  
LATEST DATA RECEIVED: 06/06/1990  
FILED WITH: SECRETARY OF  
STATE/DOC DIVISION,  
TX

COLLATERAL: Specified Account(s) including proceeds and products - Specified Chattel paper including proceeds and products - Specified Equipment including proceeds and products - Specified General intangibles(s) including proceeds and products - Specified Inventory including proceeds and products

FILING NO: 900126041  
TYPE: Original  
SEC. PARTY: FIRST INTERSTATE BANK OF TX NA.  
HOUSTON, TX  
DEBTOR: LARKIN PRODUCTS INC, WAXAHACHIE  
TX

DATE FILED: 01/26/1990  
LATEST DATA RECEIVED: 03/26/1990  
FILED WITH: SECRETARY OF  
STATE/OPERATIONS  
BUREAU/MCC DIVISION,  
NM

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COLLATERAL: Specified Chattel paper including proceeds and products - Specified

Equipment including proceeds and products - Specified General  
intangibles(s) including proceeds and products - Specified  
Inventory including proceeds and products

FILING NO: 1525138                      DATE FILED: 01/25/1990  
TYPE: Original                      LATEST DATA RECEIVED: 02/26/1990  
SEC. PARTY: FIRST INTERSTATE BANK OF TX NA,      FILED WITH: SECRETARY OF  
HOUSTON, TX                      STATE/UCC DIVISION,  
DEBTOR: LARKIN PRODUCTS INC, WAXAHACHIE      KS  
TX

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COLLATERAL: Specified Business machinery/equipment and proceeds

FILING NO: 90008393                      DATE FILED: 01/12/1990  
TYPE: Original                      LATEST DATA RECEIVED: 02/20/1990  
SEC. PARTY: CHRYSLER SYSTEMS LEASING, INC.      FILED WITH: SECRETARY OF  
OAKBROOK TERRACE, IL                      STATE/UCC DIVISION,  
DEBTOR: COOPER INDUSTRIES INC, SAN      CA  
LEANDRO, CA

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COLLATERAL: Leased Equipment and proceeds

FILING NO: 0734481                      DATE FILED: 11/26/1990  
TYPE: Original                      LATEST DATA RECEIVED: 12/26/1990  
SEC. PARTY: PACIFICORP CAPITAL INC, RESTON.      FILED WITH: SECRETARY OF  
VA                      STATE/UCC DIVISION,  
NC

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COLLATERAL: Leased Equipment and proceeds - Leased Business machinery/equipment  
and proceeds

FILING NO: 1935367                      DATE FILED: 11/16/1990  
TYPE: Original                      LATEST DATA RECEIVED: 11/21/1990  
SEC. PARTY: IFA INC, SCHAUMBURG, IL      FILED WITH: SECRETARY OF  
STATE/UCC DIVISION,  
MO

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COLLATERAL: Leased Computer equipment and proceeds

FILING NO: 90238002                      DATE FILED: 11/14/1990  
TYPE: Original                      LATEST DATA RECEIVED: 12/14/1990  
SEC. PARTY: IFA INC, SCHAUMBURG, IL      FILED WITH: SECRETARY OF  
STATE/UCC DIVISION,  
TX

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COLLATERAL: Leased Computer equipment and proceeds - Leased Equipment and  
proceeds

FILING NO: 90273229                      DATE FILED: 11/05/1990  
TYPE: Original                      LATEST DATA RECEIVED: 12/06/1990  
SEC. PARTY: CHRYSLER SYSTEMS LSC INC,      FILED WITH: SECRETARY OF  
OAKBROOK TERRACE, IL                      STATE/UCC DIVISION,  
CA

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COLLATERAL: Leased Equipment and proceeds - Leased Computer equipment and  
proceeds

FILING NO: 2780156                      DATE FILED: 11/01/1990  
TYPE: Original                      LATEST DATA RECEIVED: 12/10/1990

SEC. PARTY: PACIFICORP CAPITAL INC, RESTON, VA      FILED WITH: SECRETARY OF  
STATE/UCC DIVISION,

IL

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COLLATERAL: Leased Equipment and proceeds - Leased Computer equipment and  
proceeds

FILING NO: 90230984      DATE FILED: 11/01/1990  
TYPE: Original      LATEST DATA RECEIVED: 12/10/1990  
SEC. PARTY: PACIFICORP CAPITAL INC, RESTON, VA      FILED WITH: SECRETARY OF  
STATE/UCC DIVISION,  
TX

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COLLATERAL: Leased Equipment and proceeds - Leased Computer equipment and  
proceeds

FILING NO: 90230985      DATE FILED: 11/01/1990  
TYPE: Original      LATEST DATA RECEIVED: 12/10/1990  
SEC. PARTY: PACIFICORP CAPITAL INC, RESTON, VA      FILED WITH: SECRETARY OF  
STATE/UCC DIVISION,  
TX

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COLLATERAL: Leased Computer equipment and proceeds - Leased Equipment and  
proceeds

FILING NO: 90230991      DATE FILED: 11/01/1990  
TYPE: Original      LATEST DATA RECEIVED: 12/10/1990  
SEC. PARTY: PACIFICORP CAPITAL INC, RESTON, VA      FILED WITH: SECRETARY OF  
STATE/UCC DIVISION,  
TX

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COLLATERAL: Leased Equipment and proceeds

FILING NO: 0728468      DATE FILED: 11/01/1990  
TYPE: Original      LATEST DATA RECEIVED: 12/12/1990  
SEC. PARTY: PACIFICORP CAPITAL INC, RESTON, VA      FILED WITH: SECRETARY OF  
STATE/UCC DIVISION,  
NC

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COLLATERAL: Leased Equipment and proceeds

FILING NO: 0728470      DATE FILED: 11/01/1990  
TYPE: Original      LATEST DATA RECEIVED: 12/12/1990  
SEC. PARTY: PACIFICORP CAPITAL INC, RESTON, VA      FILED WITH: SECRETARY OF  
STATE/UCC DIVISION,  
NC

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FILING NO: 90115643  
TYPE: Assignment      DATE FILED: 10/24/1990  
SEC. PARTY: IFA INC, SCHAUMBURG, IL      LATEST DATA RECEIVED: 11/29/1990  
ASSIGNEE: MANUFACTURERS BANK, CHICAGO, IL      ORIG. UCC FILED: 05/29/1990  
ORIG. FILING NO: 90115643  
FILED WITH: SECRETARY OF  
STATE/UCC DIVISION,  
TX

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COLLATERAL: Leased Computer equipment and proceeds

FILING NO: 90115643      DATE FILED: 05/29/1990  
TYPE: Original      LATEST DATA RECEIVED: 06/26/1990

SEC. PARTY: IFA INCORPORATED, SCHAUMBURG,  
IL

FILED WITH: SECRETARY OF  
STATE/UCC DIVISION,

TX

There are additional public filings in D&B's file on this company available by contacting 1-800-DNB-DIAL.

The public record items reported above under "PUBLIC FILINGS" and "UCC FILINGS" may have been paid, terminated, vacated or released prior to the date this report was printed.

#### BANKING

12/90 Account(s) averages moderate 5 figures. Account open over 5 years.

09/90 Account(s) averages moderate 4 figures.

06/90 Borrowing account.

06/90 (Same bank) Borrowing account.

03/90 Account maintained.

03/90 (Same bank) Account maintained.

(3/90) During 1989, the company increased its U S credit facilities by \$750 million for a total of \$1.75 billion with 20 banks. The credit facilities were subsequently reduced to \$1.575 billion. The company also has a 37 million pound sterling credit facility with three banks. The current commitments of the banks under both the U S and pound sterling facilities expire in 1993.

#### HISTORY

06/15/90

ROBERT CIZIK, CHB-PRES-CEO+  
H JOHN RILEY JR, EX V PRES  
JOSEPH R COPPOLA, SR V PRES  
ALAN E RIEDEL, SR V PRES+  
ALAN J HILL, V PRES & TREAS  
CARL J PLESNICKER JR, V PRES

C BAKER CUNNINGHAM, EX V PRES  
MICHAEL J SEBASTIAN, EX V PRES  
DEWAIN K CROSS, SR V PRES  
THOMAS W CAMPBELL, V PRES  
D BRADLEY MC WILLIAMS, V PRES

DIRECTOR(S): The officers identified by (+) and Warren L Batts, John P Diesel, Clifford J Grum, Harold S Hook, John D Ong, Robert M Price, Jack W Schuler and Frank A Olson.

Incorporated Ohio Jan 8 1919.

AUTHORIZED CAPITAL STOCK: As amended 1,811,240 shares of Series B preferred stock without par value; 9,495,143 shares of \$1 par preferred shares, of which 6,846,000 were designated as \$8.00 convertible exchangeable preferred stock; and 250,000,000 common shares at \$5 par value.

OUTSTANDING CAPITAL STOCK: At Dec 31 1989, 11,000 shares of Series B preferred; 6,314,000 shares of \$8.00 convertible exchangeable preferred stock and 108,704,198 shares of common.

Business started 1833.

BACKGROUND/OWNERSHIP: This company was started in 1833 by Charles and Elias Cooper as an iron foundry at Mt Vernon, OH. It was incorporated in Jan 1919 as the C & G Cooper Company. Name changed to the Cooper-Bessemer Corporation Apr 8 1929 and the present name adopted Dec 10 1965. Headquarters were moved from Mt Vernon, OH to

Houston, TX in 1967.

This is a publicly held company. The stock is listed on the New York and Pacific Stock Exchanges under the symbol "CBE". At Dec 31 1989 there were 35,900 record holders of common and preferred stock. As of Dec 31 1989 no one shareholder owned as much as 5% and the officers and directors as a group owned less than 1% of the outstanding common stock.

RECENT EVENTS: Acquired McGraw-Edison Company (Inc) on Apr 29 1985 for some \$1.1 billion in cash. Operates as a subsidiary.

During 1987, the company consummated eight product line acquisitions, including one which was accounted for partially at the end of 1986. Of the eight acquisitions, two each affected the electrical and electronic products and commercial and industrial products segments and four affected the compression and drilling products segment. The total cost of these acquisitions was approximately \$273 million, all of which was financed through available credit facilities.

During 1988, the company made eight acquisitions for a total of \$437 million, including debt assumed. The following companies were acquired in 1988: the Beswick division of Dubilier International, the United Kingdom; RTE Corporation, Wisconsin; the assets of Macey Mining Services, Pty, Ltd, South Wales, Australia; the Wiltshire file and rasp manufacturing business of McPherson's Limited, Australia; certain assets of the Teledyne McKay unit of Teledyne Inc, the assets of B C Richards Pty, Limited, Australia and the Enterprise Engine parts and service business of Imo Delaval Inc.

During 1989, the company completed two large acquisitions and one small acquisitions and three dispositions. On Mar 23 1989, the company acquired approximately 35% of the outstanding common stock of Champion Spark Plug Company pursuant to a \$21 per share tender offer. On Jul 24 1989, following the approval of a merger of Champion's shareholders, the remaining shares were acquired. The total cost of the acquisition, excluding \$69.7 million of assumed indebtedness, was \$723 million.

On Nov 29 1989, the shareholders of Cameron Iron Works, Inc approved a merger between Cooper and Cameron. Under the terms of the agreement, each share of Cameron common stock was exchanged for one-fifth share of a new \$8.00 Cooper convertible exchangeable preferred stock. Based on the estimated market value of the \$8.00 preferred stock plus merger fees and expenses, but excluding \$256.9 million of assumed indebtedness, the total cost of the acquisition was \$710.5 million.

In the third quarter of 1989, the company acquired the Window Fashion division of Cloray Corporation.

.....MANAGEMENT BACKGROUND.....

CIZIK born 1931. Graduated University of Connecticut in 1953 with BS degree and Harvard University with an MBA degree. 1953-58 Price Waterhouse & Co. CPA's. 1958-61 Standard Oil Company (NJ). 1961 to present with Cooper Industries Inc, executive assistant. 1963 treasurer and controller. 1967 vice president-planning. 1969 executive vice president. 1973 president and chief operating officer. 1975 president and chief executive officer. 1983 chairman of the board.

RILEY born 1940. Graduated 1961 Syracuse University, BS

Industrial Engineering. 1961-63 General Electric Company, manager training program. 1963-1981 Crouse-Hinds Company (acquired by Cooper Industries in 1981). 1982 elected executive vice president-operations, electrical and electronic products. Cooper Industries Inc.

CROSS born 1937. Graduated Clarkson College of Technology in 1961 with BBA degree. He is a CPA. 1961-66 Arthur Young & Company CPA's as an auditor. 1966 to present with Cooper Industries Inc. Originally was manager of taxation. 1968 director of corporate accounting and taxation. 1969 assistant controller and 1971 treasurer. 1972 vice president-finance. 1980 senior vice president-finance.

RIEDEL born 1930. Graduated Ohio University with BS degree and Case Western Reserve University with JD degree. 1955-60 Squire, Sanders & Dempsey, attorneys. 1960 to present with Cooper Industries Inc, originally as attorney. 1963 secretary and general counsel. 1968 vice president-industrial relations and general counsel. 1973 senior vice president-administration. 1981 elected to Board of Directors.

CAMPBELL born 1930. Graduated University of Missouri, 1953 BA and Fairfield University, 1972 MA. 1953-56 US Navy. 1956-65 International Paper Company, assistant manager. 1965-72 Ciba-Geigy Corp, director public relations. 1972-81 Dresser Industries, director corporate communications. 1981 joined Cooper Industries, vice president.

CUNNINGHAM born 1941. Graduated Washington University 1964 BS; Georgia Institute of Technology 1966, MS; Harvard University School of Business, 1970, MBA. 1966-68 US Army. 1970 joined subject as planning analyst. 1980 elected vice president-operations. 1982 elected executive vice president-operations, commercial and industrial products.

MC WILLIAMS born 1941. Graduated University of Texas 1963 and 1966 BBA and LLB-JD. 1961-71 Touche Ross & Co. 1971 joined subject as manager international taxes. 1981 elected vice president-taxes.

PLESNICHER born 1937. Attended Kent State University and graduated 1963 degree in psychology. 1963-66 Huron Road Hospital, Cleveland, OH, personnel manager. 1968-70 Pesco Division of Borg Warner, Cleveland, OH, manager labor relations. 1966-68 and 1970-73 Cooper Bessemer, director personnel. 1973 joined Cooper Industries as director employee relations. 1979 elected vice president employee relations. 1986 elected vice president, environmental affairs.

SEBASTIAN born 1930. Graduated 1952 from Santa Clara University, BME and 1972 Harvard University, AMP. 1953-77 FMC Corporation, bearing division manager. 1977-78 Rotak Inc, president. 1978 joined subject. 1980 elected vice president-operations. 1982 elected executive vice president-operations, compression drilling equipment.

COPPOLA born 1930. Graduated 1959 from the University of Massachusetts, BSME. 1952-54 U S Army. 1959-77 General Electric Co, various positions. 1977-80 Gardner Denver Industrial Machinery Division, operations manager. 1980 joined subject as a vice president. 1985 elected senior vice president.

HILL born 1944. Graduated 1967 University of California (Berkley), BSEE; 1971 University of California, MBA. 1967-69 U S Army. 1971-77 Texas Instruments, various treasury positions. 1977-79

Gardner-Denver Co, assistant treasurer. 1979 joined subject. 1982 elected treasurer. 1986 elected vice president.

**OTHER DIRECTORS:**

BATTS. Is Chairman of the Board and Chief Executive Officer of Premark International Inc.

DIESEL. Retired President of Tenneco Inc.

GRUM. Is President and Chief Executive Officer of Temple-Inland Inc.

HOOK. Is Chairman of the Board and Chief Executive Officer of American General Corporation.

ONG. Is Chairman of the Board and Chief Executive Officer of B F Goodrich Co.

PRICE. Is Chairman of the Board, Control Data Corporation.

SCHULER. Former President and Chief Operating Officer of Abbott Laboratories.

OLSON. Is Chairman and Chief Executive Officer of the Hertz Corporation.

**RELATED CONCERNS:** The following companies are related in that they are partially owned by Cooper Industries Inc. All are primarily engaged in similar operations as Cooper Industries.

Cooper-Vulkan Kompressoen GmbH, Dusseldorf, Germany, (50% owned).

Gascomij B. V., Hengelo, The Netherlands, (90.9% owned by Cooper-Vulkan).

Nicholson Mexicana S.A. de C.V., Mexico, (49% owned).

Empresa Andina de Herramientas, S.A., Columbia, (49% owned).

GEM S.A., Mexico, (49% owned).

C Y Lin Trading Company, Delaware, USA, (49% owned).

Colombiana de Frenos, S.A., (26.9% owned).

Industrias Aramil, S.A., (25% owned).

Industriais Ltd, Brazil, (33 1/3% owned).

Ingenieria Electrica Industrial, S.A., (20% owned).

Cooper, Rolls Corporation, Canada, (50% owned).

Cooper Rolls Incorporated, Mt Vernon, OH, USA, (50% owned).

Coberrow Limited, England, (43.32% owned).

Cooper-Creusot, S.A., France, (50% owned).

Pluz, S.A., Mexico, (40.6% owned).

Farloc Argentina S.A.I.C.Y.F., (23.9% owned).

Frenos Hidraulicos Automotricas S.A., (49% owned).

Servicios Energeticos Cooper, S.A. de C.V., Mexico, (49% owned).

Tallares Villar S.A., Spain, (37.3% owned).

Home Fittings Espana S.A., Spain, (30% owned).

Intercompany relations: Consist of merchandise exchanges on regular terms.

**OPERATION**

06/15/90

This company is active both as an operating company and as a management company. On a consolidated basis the company is active as a manufacturer of electrical products (31%) and electrical power equipment products (14%), as a manufacturer of tools and hardware (17%), as a manufacturer of automotive products (17%) and as a manufacturer of petroleum and industrial equipment (21%).

The electrical products segment manufactures and markets electrical and electronic distribution and circuit protection products for use in residential, commercial and industrial construction,

maintenance and repair. Products included in this segment are enclosures, industrial lighting, recessed and track lighting, fluorescent lighting, emergency lighting, indoor and outdoor lighting, plugs, specialty switches, electronic wire and cable and electrical cords, fuses and fuse accessories.

The electrical power equipment segment manufactures and markets products for use by utilities and industries for primary power distribution and control. Products include distribution switchgear, power and distribution transformers, capacitors, voltage regulators, surge arresters, pole-line hardware and related products, transformer terminations and accessories, and other related power system components.

The tools and hardware segment manufactures and markets tools and hardware items for use in residential, commercial and industrial construction, maintenance and repair and for general industrial and consumer use. Products include hand and industrial power tools (pneumatic), screwdriver bits, impact sockets and universal joints, as well as window covering hardware and custom window coverings.

The automotive products segment primarily manufactures and distributes spark plugs, wiper blades, lamps and other products for use by the automotive aftermarket and in automobile assemblies. In addition, this segment manufactures and distributes brakes and brake system components for the automotive aftermarket.

The petroleum and industrial equipment segment primarily manufactures, markets and services machinery and equipment used in oil and natural gas exploration, drilling, production, transmission, storage and processing, as well as equipment and repair parts used in compression markets. In addition, this segment manufactures and markets equipment and tools for underground and surface mining and construction; and produce forgings for a variety of specialized applications. Products include reciprocating integral gas engine-compressors, pumping engines, pumps, oilfield valves, wellhead equipment, blowout preventers, elastomers, chokes, control systems, gas turbines and centrifugal compressors, diesel, gas and dual-fuel engines, blowers, drilling equipment, mining and construction equipment and industrial air compressors.

The company uses the registered tradestyles, Gardner-Denver, Cooper Bessemer, Belden, Arrow Hart, Buss, Crouse-Hinds, Halo, Lumark, McGraw-Edison, Metalux, Sure-Lites, Kyle, RTE, Apex, Crescent, Campbell, Lufkin, Nicholson, Plumb, Turner, Weller, Wiss, Xcelite, Dotco, Kirsch, Anco, Belden, Champion, Wagner, Ajax, Cameron, DuroFlow, Sutorbilt, Pennsylvania Process, Superior, and W-K-M. Terms: Vary by product including 2% 10 prox, Net 15 prox and 2% EOM but generally Net 30 days. Has 50,000 accounts. Sells to a wide variety of industrial, construction, petroleum, mining concerns, electrical and electronic distributors and chain stores. Territory : US and worldwide.  
Nonseasonal.

EMPLOYEES: 51,100 including officers. 150 employed here.

FACILITIES: Leases premises in multi story building. The company occupies space on the 39th-42nd floors of a new multi-storied modern steel and glass building.

LOCATION: Central business section on main street.



**BRANCHES:** The company maintains numerous branches nationwide.

**SUBSIDIARIES:** The company has numerous subsidiaries, the majority of which are foreign. The company has several domestic subsidiaries. The more important of which are listed below. The percentage of ownership is shown in parenthesis following company name and location.

(1) Mc Graw-Edison Company (Inc), Houston, TX (100%). A Delaware corporation chartered Apr 11 1985. Manufactures lighting products and fuses.

(a) Edison International Inc, Houston, TX (100%). A Delaware corporation chartered in 1978. Engaged in manufacturing automotive brakes, brake fluid, sealed beam and miniature lamps.

(2) Porter, W. K. Inc, Somerville, MA (100%). A Massachusetts corporation chartered May 16 1932. Manufactures hand tools, power driver hand tools and automotive repair equipment.

(3) Sutorbilt Corporation, Compton, CA (100%). A California corporation chartered by subject Jan 1987. Manufactures positive displacement blowers.

(4) DuroFlow Corporation, Indianapolis, IN (100%). A Delaware corporation chartered May 15 1985. Manufactures positive displacement blowers.

(5) Champion Spark Plug Company (Inc), Toledo, OH (100%). Acquired 1989. Operates as a manufacturer of spark plugs and automotive components.

Intercompany relations between the parent and its subsidiaries consist of the exchange of merchandise on company terms and advances by the parent to the subsidiaries as needed.

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ATTN: D. LEWIS 250076-0001-626

\*IN DATE\*

DUNS: 10-234-9537  
COOPER INDUSTRIES INC  
KIRSCH COMPANY DIV

BOX 0370  
STURGIS MI 49091  
309 N PROSPECT ST  
STURGIS MI 49091  
TEL: 616 651-0211

DATE PRINTED  
JAN 09 1991

RATING BRANCH

MFG DRAPERY  
HARDWARE  
STC NO.  
25 91

EMPLOYS 900

BRANCH MANAGER: DUANE SOUTHERLAND

PAYMENTS (Amounts may be rounded to nearest figure in prescribed ranges)						
REPORTED	PAYING RECORD	HIGH CREDIT	NOW OWES	PAST DUE	SELLING TERMS	LAST SALE WITHIN
12/90	Disc	300000	250000	-0-		1 Mo
	Disc-Ppt	1000	-0-	-0-		6-12 Mos
	Ppt	15000	-0-	-0-		4-5 Mos
	Ppt	10000	5000	-0-	N7	1 Mo
	Ppt	2500	-0-	-0-		2-3 Mos
	Ppt	2500	1000	-0-		1 Mo
	Ppt	2500	-0-	-0-	N30	6-12 Mos
	Ppt	2500	2500	-0-	N30	1 Mo
	Ppt	750	100	-0-	N30	1 Mo
	Ppt	250	250	-0-	N30	1 Mo
	Ppt	250	50	-0-	N15	1 Mo
	Ppt	100	100	-0-	N30	2-3 Mos
	Ppt	50	-0-	-0-	N30	6-12 Mos
	Ppt-Slow 15	750	250	100	N30	1 Mo
	Ppt-Slow 30	25000	20000	5000	N30	1 Mo
	Ppt-Slow 30	7500	5000	2500	N30	1 Mo
	Ppt-Slow 30	5000	2500	-0-		1 Mo
	Ppt-Slow 30	500	250	100	N30	1 Mo
	Ppt-Slow 30	500	50	-0-	N30	1 Mo
	Ppt-Slow 30	250	250	50	N30	1 Mo
	Ppt-Slow 30	100	-0-	-0-	N30	6-12 Mos
	Slow 5	15000	-0-	-0-		2-3 Mos
	Slow 5	2500	2500	-0-		1 Mo
	Slow 5	100	50	-0-		1 Mo
	Slow 10	100000	55000	40000	N30	1 Mo
	Slow 10	15000	1000	1000	N30	2-3 Mos
	Slow 20	1000	250	250		2-3 Mos
	Slow 20	50	-0-	-0-	N30	6-12 Mos
	Slow 15-30	100000	75000	50000		1 Mo
	Slow 30	750	-0-	-0-		2-3 Mos
	Slow 30	500	-0-	-0-		6-12 Mos

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90	Antic	7500	7500	-0-		1 Mo
	Disc	30000	30000			
	Disc	20000	-0-	-0-		6-12 Mos
	Disc	5000	5000	-0-		1 Mo
	Disc	2500	2500	-0-	1 10 N30	1 Mo
	Disc	500	500	-0-	2 10 Prox	1 Mo
	Ppt	250000	200000	-0-		1 Mo
	Ppt	35000	35000	-0-		1 Mo
	Ppt	5000	5000	-0-		1 Mo
	Ppt	5000	-0-	-0-	N30	1 Mo
	Ppt	5000	250	100	N30	1 Mo
	Ppt	2500	-0-	-0-	N30	6-12 Mos
	Ppt	2500	-0-	-0-	1 10 N30	1 Mo
	Ppt	1000	-0-	-0-		6-12 Mos
	Ppt	1000	-0-	-0-		2-3 Mos
	Ppt	750	-0-	-0-	N30	6-12 Mos
	Ppt	500	-0-	-0-	N30	6-12 Mos
	Ppt	250	250	-0-	N30	1 Mo
	Ppt	250	-0-	-0-	N30	6-12 Mos
	Ppt	250	-0-	-0-	N15	6-12 Mos
	Ppt	50	-0-	-0-		2-3 Mos
	Ppt	50	-0-	-0-		6-12 Mos
	Disc-Slow 30	250	-0-	-0-	2 10 N30	1 Mo
	Ppt-Slow 30	250	-0-	-0-	N30	1 Mo
	Ppt-Slow 70	15000	15000	2500	N15	1 Mo
	Slow 5	2500	1000	50	N30	1 Mo
	Slow 15	5000	-0-	-0-		4-5 Mos
	Slow 15	2500	2500	750	N30	1 Mo
	Slow 20	5000	250	-0-		2-3 Mos
	Slow 30	50	-0-	-0-	N30	6-12 Mos
	Slow 30-60	25000	2500	1000		1 Mo
	Slow 60	50	50	50	N30	
0/90	Disc	250	-0-	-0-	1 10 N30	2-3 Mos
	Ppt	70000	15000	-0-		1 Mo
	Ppt	10000	10000	750	2 10 N30	1 Mo
	Ppt	10000	2500			
	Ppt	7500	5000	2500		1 Mo
	Ppt	500	250	-0-	N15	1 Mo
	Ppt	100	100	-0-		1 Mo
	Ppt	100	100	-0-	N30	1 Mo
	Ppt	100	50	-0-	N15	1 Mo
	Ppt-Slow 15	10000	1000	-0-		1 Mo
	Slow 10	100	-0-	-0-	N30	6-12 Mos
	Slow 30	30000	5000	2500	N30	1 Mo
0/90	Disc	2500	-0-	-0-		1 Mo
	Ppt	75000	75000	75000		1 Mo
	Ppt	2500	1000	-0-	2 10 Prox	
	Ppt	2500	-0-	-0-	N30	6-12 Mos
0/90	Slow 30-90	50	50	50		6-12 Mos

This is a division: headquarters are located at 4000 First City Tower, Houston, TX. Headquarters D-U-N-S 00-188-3156. The manager

COOPER INDUSTRIES INC

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has authority to make all purchases. Bills are paid generally from this division. This division manufactures drapery hardware.

/03/90      FACILITIES: Owns 100,000 sq. ft. in two story brick building.  
LOCATION: Industrial section on well traveled street.  
01-09(GAO /058)      062 160

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